

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

|  |   |
|--|---|
| IN RE:<br><br>ONEJET, INC.,<br><br>Debtor.<br><br>ROSEMARY C. CRAWFORD, Chapter 7<br>Trustee,<br><br>Movant,<br><br>COMMONWEALTH OF PENNSYLVANIA<br>DEPARTMENT OF COMMUNITY AND<br>ECONOMIC DEVELOPMENT and<br>REDEVELOPMENT AUTHORITY OF<br>ALLEGHENY COUNTY,<br><br>Respondents. | Bankruptcy No. 18-24070-GLT<br><br>Chapter 7<br><br>Related Doc. Nos.: 222, 245, 247, 266,289 |
|--|---|

**MOTION TO WITHDRAW SALE MOTION AND BIDDING PROCEDURES  
FOR ALL OF THE DEBTOR’S INTELLECTUAL PROPERTY**

Rosemary C. Crawford (the “Trustee”), the chapter 7 trustee for the estate of OneJet, Inc., by and through her undersigned counsel, files this *Motion to Withdraw Sale Motion and Bidding Procedures for All of the Debtor’s Intellectual Property* (the “Motion”), and in support thereof states as follows:

**JURISDICTION AND VENUE**

1. The United States Bankruptcy Court for the Western District of Pennsylvania (the “Court”) has jurisdiction over this Motion pursuant to 28 U.S.C. § 1334. This matter is a core proceeding under 28 U.S.C. § 157(b) (2). Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

### **FACTUAL BACKGROUND**

2. On the October 17, 2018, petitioning creditors filed an involuntary petition for relief under chapter 7 title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”) against OneJet, Inc. (the “Debtor”).

3. On November 13, 2018, the Court entered an order for relief [Doc. No. 28], granting the Petition against the Debtor.

4. On November 13, 2018, the Trustee was appointed to administer the estate of the Debtor.

5. On February 27, 2019, the Court entered an order authorizing the employment of the law firm of Bernstein-Burkley, P.C. as special counsel for the Trustee (“Special Counsel”).

6. The Debtor is a California corporation and was primarily engaged in airline transportation services.

7. The Debtor owns various intellectual property pertaining to systems, methods, and machine-readable storage media for interfacing with a computer flight system. The Debtor’s intellectual property includes certain patents and trademarks.

8. On June 23, 2019, the Trustee *filed a Motion for Entry of an Order Approving (i) Bidding Procedures for the Sale of Substantially all of the Debtors Intellectual Property and (ii) Form and Manner of Sale Notice* ( the “Bidding Procedures Motion”)[Doc. No. 220].

9. Simultaneous, the Trustee also filed *Motion Entry of an Order (I) Approving Sale of Substantially All of the Debtor’s Intellectual Property Free and Clear of Liens, Claims and Encumbrances and (II) Granting Related Relief* (the “Sale Motion”)[Doc. No. 222] and an application to employ Sherwood Partners, Inc. (“Sherwood”) to serve as Sales Agent [Doc. No. 218].

10. On October 29, 2019, the Court entered an order approving the employment of Sherwood as sales agent to assist in the sale process [Doc. No. 246].

11. The Court also entered an order granting the Bidding Procedures Motion (the “Bidding Procedures Order”) [Doc. No. 247].

12. Pursuant to the Bidding Procedures Order, an auction sale was scheduled for December 03, 2019 (the “Auction Sale”) to be held at Special Counsel’s office. Additionally, the Court entered a text order [Doc. No. 245] scheduling a sale confirmation hearing for December 05, 2019 at 10:30 a.m. (the “Sale Hearing”).

13. In accordance with the Bidding Procedures Order, the Trustee filed Notice regarding a *Notice of (I) Sale of Substantially All of The Debtor’s Intellectual Property Free And Clear of Liens, Claims, Encumbrances, And Interest; (II) Auction; And (III) Sale Confirmation Hearing* (the “Sale Notice”) [Doc. No. 266].

14. On November 27, 2019, the Trustee filed a *Motion for an order continuing the Auction of Substantially all of the Debtor’s Intellectual Property and Rescheduling the Sale Confirmation Hearing* (the “Motion to Continue”) [Doc. No. 288].

15. On December 02, 2019, the Court entered a *Modified Order* [Doc. No. 289] granting the Motion to Continue, continuing the Auction Sale to February 07, 2020 at 1:00 p.m. (the “Continued Auction Sale”), and rescheduling the Sale Confirmation Hearing to February 20, 2020 at 10:30 a.m. (the “Rescheduled Sale Confirmation Hearing”).

16. On December 27, 2019, the Trustee filed an *Amended Notice of (I) Sale of Substantially All of The Debtor’s Intellectual Property Free And Clear of Liens, Claims, Encumbrances, And Interest; (II) Auction; And (III) Sale Confirmation Hearing* (the “Amended

Sale Notice”) [Doc. No. 291], providing notice to all interest parties of the Continued Auction Sale and the Rescheduled Sale Confirmation Hearing.

17. Following the continuance of the sale deadlines, Special Counsel and Sherwood continued to engage in a rigorous sale process in efforts to locate a potential buyer for the intellectual property.

**RELIEF REQUESTED**

18. By this Motion, the Trustee respectfully request the withdrawal of the Sale Motion and the Bidding Procedures Order.

19. The Motion to Continue was filed in order to provide additional time for Sherwood to locate a buyer for the intellectual property. However, to date, Trustee has not received any bids for the intellectual property.

20. During the additional time provided by the Court, the parties actively engaged in the sale process, exploring new markets and new sale strategies to provide a wider reach to potential buyer pools.

21. The Trustee and Sherwood have closely worked together in the last several months in preparation for the sale, however, these efforts have not resulted in a viable offer to present to the Court for approval.

22. Special Counsel and Sherwood have constantly conferred in the last several months regarding marketing strategy, potential buyers, and strategic planning.

23. During the second phase of the sale process, Sherwood outreached to an additional seventy-four prospective sale targets. One company signed a non-disclosure agreement and formally engaged in the due diligence. However, the company was not interested in submitting a bid for the intellectual property.

24. The Trustee believes and therefore averts that it is prudent at this time to seek the withdrawal of the Sale Motion and the Bidding Procedures Order due to the lack of interest in the intellectual property.

25. The withdrawal of the Sale Motion and Bidding Procedures Order will avoid having to seek additional continuance and will allow the Trustee to return to the Court once the Trustee has received a real viable offer for the Court's consideration and approval.

26. The Trustee will continue to engage in the sale process with Sherwood and the parties intend to continue to explore the market and maximize the exposure of the sale to potential buyers.

27. The parties have invested significant time and efforts in the sale process and expect that additional time will maximize the probabilities of finding a buyer for the assets.

28. Accordingly, the Trustee respectfully request that the Court enters order allowing the withdrawal of Sale Motion and the Bidding Procedures Order and cancelling the Rescheduled Sale Confirmation Hearing.

WHEREFORE, the Trustee respectfully request the entry of an order granting the Motion to Withdraw Sale Motion and Bidding Procedures for all of the Debtor's Intellectual Property.

Dated: February 13, 2020

BERNSTEIN-BURKLEY, P.C.

By: /s/ Kirk B. Burkley  
Kirk B. Burkley, Esq. PA I.D.: 89511  
[kburkley@bernsteinlaw.com](mailto:kburkley@bernsteinlaw.com)  
Keila Estevez, Esq. PA I.D.: 324601  
[kestevez@bernsteinlaw.com](mailto:kestevez@bernsteinlaw.com)  
707 Grant Street, Suite 2200, Gulf Tower  
Pittsburgh, PA 15219  
Phone: (412) 456-8100  
Fax: (412) 456-8135

*Special Counsel for Trustee*